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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS
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STATE OF FLORIDA

FROM: ATLAS, PEARLMAN, TROP & BORKSON, P.A.
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: NICAI, INC.

FAX AUDIT NUMBER: H96000002764

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**ARTICLES OF INCORPORATION
OF
NICAL OF PALM BEACH, INC.**

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1996 FEB 28 PM 2:05
P.2
HALL COUNTY CLERK
FLORIDA

The undersigned, a natural person competent to contract, does hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

**ARTICLE I
CORPORATE NAME**

The name of this Corporation shall be: NICAL OF PALM BEACH, INC.

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is 7088 Montrico Drive, Boca Raton, Florida 33433.

**ARTICLE III
NATURE OF CORPORATE BUSINESS AND POWERS**

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV
CAPITAL STOCK**

The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be 1,000 shares of common stock, par value \$.001 per share.

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GAYLE COLEMAN, ESQ., FL. BAR#4857327
ATLAS, PEARLMAN, TROP & BORKSON, P.C.
200 East Las Olas, Suite 1900
Ft. Lauderdale, FL 33301
(954) 766-6743

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ARTICLE V
TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE VI
REGISTERED AGENT AND
INITIAL REGISTERED OFFICE IN FLORIDA

The Registered Agent and the street address of the Initial Registered Office of this Corporation in the State of Florida shall be:

Amy Hable
7088 Montrico Drive
Boca Raton, Florida 33433

ARTICLE VII
INITIAL DIRECTORS

The name and address of the initial Directors of this Corporation are:

Amy Hable
7088 Montrico Drive
Boca Raton, Florida 33433

The persons named as initial Directors shall hold office for the first year of existence of this Corporation, or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII
INCORPORATOR

The name of the person signing these Articles of Incorporation as the Incorporator is Amy Hable, 7088 Montrico Drive, Boca Raton, Florida 33433.

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ARTICLE IX
INDEMNIFICATION

This Corporation may indemnify any director, officer, employee or agent of the Corporation to the fullest extent permitted by Florida law.

ARTICLE X

AFFILIATED TRANSACTIONS

This Corporation expressly elects not to be governed by Section 607.0801 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

IN WITNESS WHEREOF, the undersigned Incorporator has executed the foregoing Articles of Incorporation on the ____th day of February, 1988.

Amy Hable
Amy Hable, Incorporator

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**CERTIFICATE DESIGNATING REGISTERED AGENT
AND OFFICE FOR SERVICE OF PROCESS**

NICAL OF PALM BEACH, INC., a corporation existing under the laws of the State of Florida with its principal office and mailing address at 7088 Montrico Drive, Boca Raton, Florida 33433 has named Amy Hable, whose address is 7088 Montrico Drive, Boca Raton, Florida 33433, as its agent to accept service of process within the State of Florida.

ACCEPTANCE:

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby accept the appointment as Registered Agent, and agree to comply with all applicable provisions of law. In addition, I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.

Amy Hable

Amy Hable

96 FEB 28 PM 2:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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